

FIRST UNION RAIL

One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018

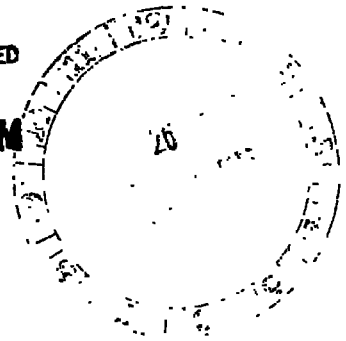
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RECORDATION NO. 27826 FILED

FEB 26 '09

4-09 PM

SURFACE TRANSPORTATION BOARD



VIA UPS 2nd DAY AIR

February 24, 2009

Ms. Anne K. Quinlan
Surface Transportation Board
395 E Street, S.W., Suite 100
Washington, DC 20024
Attn: Recordation of Railroad Equipment

Re: Memorandum of Lease Agreement

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) originals and one (1) copy of a Memorandum of Lease Agreement, dated December 19, 2008 a primary document as defined in the Board's Rules for the Recordation of Documents. Please file this Memorandum of Lease as a primary document since a Master Lease has not been filed with the Surface Transportation Board. The names and addresses of the parties to the enclosed document are:

Lessor:	First Union Rail Corporation	Lessee:	Savannah Cement Company, LLC
	One O'Hare Centre		148 Marine Terminal Dr.
	6250 River Road, Suite 5000		Savannah, GA 31401
	Rosemont, IL 60018		

A description of the railroad equipment covered by the enclosed document is two (2) 2785 cu. ft. capacity, covered hopper cars, marked FURX 892501 and FURX 892510.

A short summary of the document to appear in the index follows: Memorandum of Lease

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,

Marcia Dunne
Senior Documentation Specialist

Enclosure
(SACT 001)

ASSGN. NO.: SACE001

FEB 25 '09

4-09 PM

MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 19th day of December, 2008, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Savannah Cement Company, LLC ("Lessee"), a Georgia limited liability company.

W I T N E S S E T H:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of , whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 1 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of December 19, 2008, and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

LESSOR:

FIRST UNION RAIL CORPORATION

ATTEST:

By: Richard F. Seymour

Name: _____

Title: VICE PRESIDENT SALES & MARKETINGBy: Susan GrokulskaName: SUSAN GROKULSKY
Title: ASSISTANT DIRECTOR OF DOCUMENTATIONExecuted on this 4th day of February, 2009.

[CORPORATE SEAL]

STATE OF ILLINOISCOUNTY OF COOK

I, GEORGIA FREIBURGER, a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 4th day of February, 2009.

Commission Expires:

6-2012

(Notary Public)



LESSEE:

SAVANNAH CEMENT COMPANY, LLC

ATTEST:

By: *Ramiro Tisbal*
Name: Ramiro Tisbal
Title: Financial Mgr.

By: *[Signature]*
Name: Mauricio Ceballos
Title: Manager

Executed on this 29 day of January, 2009.

[CORPORATE SEAL]

STATE OF Texas

COUNTY OF Harris

I, Sylvia L. Alvarado, a Notary Public of the County and State aforesaid, certify that Mauricio Ceballos personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 29 day of January, 2009.

Commission Expires: 4-28-2012

[Signature] S. Alvarado
(Notary Public)

[Signature]
Notary Public



EXHIBIT A
to
MEMORANDUM OF LEASE

NUMBER OF CARS: Two (2)

DESCRIPTION OF CARS: Covered Hopper Cars, pressure differential.
2785 cubic foot capacity, 263 GRI.. Car Type C611.

CAR NUMBERS: FURX 892501 and FURX 892510